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BEFORE THE ARIZONA CORPORATION COMMISSION

JEFF HATCH-MILLER Chairman
WILLIAM A. MUNDELL
MARC SPITZER
MIKE GLEASON
KRISTIN K. MAYES

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AZ CORP COMMISSION
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JUN 10 2005

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[Signature]

DOCKET NO. WS-01303A-05-0170

IN THE MATTER OF THE FILING OF ARIZONA-AMERICAN WATER COMPANY OF AN AFFILIATE AGREEMENT WITH ARIZONA WATER RESOURCES, INC.

PROCEDURAL ORDER

BY THE COMMISSION:

On March 9, 2005, Arizona-American Water Company ("Arizona-American") filed with the Arizona Corporation Commission ("Commission") an Agreement For Support Services Between American Water Resources, Inc. ("AWR") and Arizona American. Arizona-American and AWR are both subsidiaries of American Water Works Company, Inc.

On June 9, 2005, the Commission's Utilities Division ("Staff") and Arizona-American filed a stipulation regarding testimony filing deadlines. Pursuant to the agreement, Staff testimony would be filed by June 15, 2005; Arizona-American testimony would be filed by July 15, 2005; and Staff rebuttal testimony would be filed by August 1, 2005. The parties requested that these dates be incorporated into a Procedural Order and that the Hearing Division schedule a hearing in this matter.

IT IS THEREFORE ORDERED that a **hearing** shall be scheduled to commence on **August 10, 2005, at 1:00 p.m.**, at the offices of the Commission, 1200 West Washington, Phoenix, Arizona 85007.

IT IS FURTHER ORDERED that the following procedural schedule shall be observed for filing testimony in this proceeding:

June 15, 2005	Staff Testimony
July 15, 2005	Arizona-American Rebuttal Testimony
August 1, 2005	Staff Rebuttal Testimony

IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized Communications) continues to apply to this proceeding as the matter is scheduled for public hearing.

1 IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive
2 any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

3 Dated this 10th day of June, 2005

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6 DWIGHT D. NODES
7 ASSISTANT CHIEF ADMINISTRATIVE LAW JUDGE

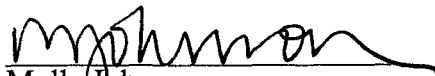
8 Copies of the foregoing mailed/delivered
9 this 10 day of June, 2005 to:

10 Craig A. Marks
11 Corporate Counsel
12 Arizona-American Water Company
13 19820 N. 7th Street, Ste. 201
14 Phoenix, AZ 85024

15 Christopher Kempley, Chief Counsel
16 Legal Division
17 ARIZONA CORPORATION COMMISSION
18 1200 West Washington Street
19 Phoenix, AZ 85007

20 Ernest G. Johnson, Director
21 Utilities Division
22 ARIZONA CORPORATION COMMISSION
23 1200 West Washington
24 Phoenix, AZ 85007

25 ARIZONA REPORTING SERVICE, INC.
26 2627 N. Third Street, Ste. Three
27 Phoenix, Arizona 85004-1104
28

By: 
Molly Johnson
Secretary to Dwight D. Nodes